

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

W. R. GRACE & CO. et al.

Debtors.

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Chapter 11

Case No. 01-01139 (JKF)  
(Jointly Administered)

Objection Deadline: April 10, 2003 at 4:00 p.m.  
Hearing Date: to be scheduled if necessary

**SUMMARY COVERSHEET TO TWELFTH MONTHLY INTERIM APPLICATION OF  
CARELLA, BYRNE, BAIN, GILFILLAN, CECCHI, STEWART & OLSTEIN FOR  
COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES FOR FEBRUARY 1,  
2003 THROUGH FEBRUARY 28, 2003**

Name of Applicant:	Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein ("CBBG")
Authorized to provide professional services to:	Special Litigation and Environmental Counsel to Debtors
Date of Retention:	February 1, 2002
Period for which compensation and reimbursement is sought	February 1, 2003 through February 28, 2003
Amount of compensation sought as actual, reasonable and necessary	\$98,106.00 for the period February 1, 2003 through February 28, 2003 in professional fees
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$1,523.29 for the period of February 1, 2003 through February 28, 2003

This is a:

Monthly interim application

Prior Applications filed: Yes

Date Filed	Period Covered	Requested Fees (80%)	Requested Expenses	Status of Fees	Status of Expenses
04/30/02	03/01/02 through 03/31/02	\$11,914.00	\$1,601.57	Paid	Paid
05/16/02	04/01/02 through 04/30/02	\$18,244.80	\$800.41	Paid	Paid
06/02	05/01/02 through 05/31/02	\$10,476.80	\$1,952.06	Paid	Paid
07/02	06/01/02 through 06/30/02	\$23,778.80	\$124.87	Paid	Paid
08/02	07/01/02 through 07/31/02	\$21,644.40	\$382.71	Paid	Paid
09/02	08/01/02 through 08/31/02	\$34,612.80	\$2,524.85	Paid	Paid
10/02	9/01/02 through 9/30/02	\$29,157.20	\$2,926.37	Paid	Paid
11/02	10/01/02 through 10/31/02	\$25,916.00	\$2,067.73	Paid	Paid
12/02	11/01/02 through 11/30/02	\$27,517.20	\$2,314.21	Paid	Paid
01/03	12/01/02 through 12/31/02	\$56,228.40	\$8,398.02	Application pending	Application pending

02/04	01/01/03 through 01/31/03	\$144,530.40	\$9,533.27	Application pending	Application pending
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As indicated above, this is the twelfth application for interim compensation of services filed with the Bankruptcy Court in the Chapter 11 Cases.

Summary of Compensation Requested

Name of Professional Individual	Position, year assumed, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
John M. Agnello	Partner	\$340	131.10	\$44,574.00
Melissa E. Flax	Partner	\$225	31.80	\$7,155.00
Robert C. Scrivo	Associate	\$210	207.20	\$43,512.00
Jake Kubert	Law Clerk	\$75	1.80	\$67.50
Kevin Vengrow	Paralegal	\$75	39.00	\$2,797.50

Total Fees \$98,106.00

Total Hours 410.90

**EXPENSE SUMMARY**

<b>Expense Category</b>	<b>Total Expenses</b>
Copies – Internal and Outside	\$933.25
Westlaw	
Telephone	\$373.92
Faxes	\$183.00
FedEx	\$45.26
Travel	
Parking	\$85.45
Messenger	
Additional Staff Time	\$225.41
Court Reporter	
Meals	
Trial Subpoenas – Return of Witness Fees	(\$323.00)
Total	\$1,523.29

Dated: March 9, 2003

**ATTACHMENT B  
TO FEE APPLICATION  
(February 1, 2003 through February 28, 2003)**

<b>Name of Professional Person</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
John M. Agnello	Partner	\$340	131.10	\$44,574.00
Melissa E. Flax	Partner	\$225	31.80	\$7,155.00
Robert C. Scrivo	Associate	\$210	207.20	\$43,512.00
Jake Kubert	Law Clerk	\$75	1.80	\$67.50
Kevin Vengrow	Paralegal	\$75	39.00	\$2,797.50

<b>Grand Total:</b>	<b>\$98,106.00</b>
<b>Blended Rate:</b>	

**COMPENSATION BY PROJECT CATEGORY<sup>1</sup>**

<b>Project Category (Examples)</b>	<b>Total Hours</b>	<b>Total Fees</b>
Asset Analysis		
Asset Disposition		
Business Operations		
Case Administration		
Claims Analysis Objection Resolution & Estimation (Asbestos)		
Claims Analysis Objection Resolution & Estimation (Non-Asbestos)		
Committee (All – Creditors', Noteholders', Equity Holders', etc.)		
Employee Benefits/Pensions		
Employment Applications, Applicant		
Employment Applications, Others		
Expenses		\$1,523.29
Fee Applications, Applicant	15.90	\$3,773.00
Fee Applications, Others		
Financing		
Hearings		
Litigation and Litigation Consulting	389.80	\$94,138.00
Plan and Disclosure Statement		
Relief from Stay Proceedings		
Tax Issues		
Tax Litigation		
Travel – non-working	5.20	\$195.00
Valuation		
ZAI Science Trial		
ZAI Science Trial – Expenses		
Other (Explain)		

<sup>1</sup> In accordance with the Court's directive at the August 26, 2002 hearing, the compensation by project category has been revised to reflect the additional project categories required by the Court and the Fee Auditor.

**EXPENSE SUMMARY**

<b>Expense Category (Examples)</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
Computer Assisted Legal Research		
Facsimile (with rates)		\$183.00 (\$0.25 per page)
Long Distance Telephone		\$373.92
In-House Reproduction		\$915.00 (\$0.25 per page)
Outside Reproduction	Parcel's	\$18.25
Outside Research		
Filing/Court Fees		
Court Reporting		
Local Travel	Parking – JMA: 2/3, 2/4, 2/5, 2/6/03  Parking – MEF: 1/13/03  Parking – RCS: 2/5/03  Parking – JK: 1/14/03 1/29/03 2/5/03	\$50.00   \$8.95  \$8.95  \$5.85 \$5.85 <u>\$5.85</u> \$85.45
Out-Of-Town Travel airfare car/taxi service hotel		
Courier & Express Carriers (e.g. Federal Express)	Federal Express	\$45.26
Postage		
Other (Explain) - Working meal		
Messenger		
Trial Subpoenas	Witness Fees Returned	(\$323.00)
Additional Staff Time		\$225.41

Dated: March 11, 2003



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

W. R. GRACE & CO. et al.<sup>1</sup>

Debtors.

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Chapter 11

Case No. 01-01139 (JKF)  
(Jointly Administered)

**VERIFICATION**

JOHN M. AGNELLO, after being duly sworn according to law, deposes and says:

1. I am a partner with the applicant firm, Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein and I am a member in good standing of the bars of the State of New Jersey, the United States District Court for the District of New Jersey, the United States Court of Appeals for the Third Circuit, the State of New York, the United States District Courts for the Southern and Eastern Districts of New York and the Supreme Court of the United States.

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co. -Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (Ma Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G\_C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Curving, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

2. I have personally performed certain of, and overseen the legal services rendered by Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein as special litigation and environmental counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

  
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John M. Agnello

In the State of New Jersey

SWORN TO AND SUBSCRIBED  
before me this 14 day of March, 2003

  
\_\_\_\_\_  
Notary Public

My Commission Expires:

**LOIS ISAACSON**  
A Notary Public of New Jersey  
My Commission Expires 6/19/06